

EXHIBIT B

W.R. Grace & Company
 Client No. 734680
 Invoice No.

October 16, 2002
 Page 8

for Carella Byrne's Fifth Quarterly Interim Fee Application

09/28/02 MEF	Review fee detail for August 2002 time; email to W. Smith regarding same	.50	107.50
09/30/02 JMA	Fee Application - conference with MEF re: review and revise Carella Byrne response to Fee Auditor Initial Report regarding Fifth Quarterly Fee Application	2.00	650.00
09/30/02 MEF	Fee application - conference with JMA regarding review and revise Carella, Byrne response to Fee Auditor Initial Report regarding 5th quarterly interim fee application	2.00	430.00
09/30/02 MEF	Fee application - revise response to fee auditor's initial report regarding 5th quarterly interim fee application	1.00	215.00

TRAVEL NON-WORK

09/24/02 MEF	Travel - (non-work) To Washington, D.C.	1.60	344.00
09/25/02 JMA	Travel - non-work - New Jersey to Washington, DC, for meeting with C. Marraro	2.40	780.00
09/26/02 MEF	Travel to NJ (non-work)	2.00	430.00
09/26/02 JMA	Travel - non-work - Washington, DC to New Jersey return from meeting	2.50	812.50

Total Fees:

 36,446.50

Disbursements

Travel Expense

09/24/02 Continental Airline	JMA 9/25-9/26	523.00
09/24/02 Continental Airline	MEF 9/24-9/26	548.50
09/30/02 The Mayflower Hotel	MEF 9/24 - 9/25	525.56
09/30/02 The Latham Hotel	MEF 09/25 - 09/26	280.53
09/30/02 Meals - Working dinner with M. Moasser		78.48
09/30/02 The Latham Hotel	JMA 09/25 - 09/26	316.02
09/30/02 Travel Expense	MEF (MY LIMO) #117130 9/24	63.10
09/30/02 Travel Expense	JMA (MY LIMO) 9/25	63.10
09/30/02 Travel Expense	JMA (MY LIMO) # 117373 9/26	63.10

SUBTOTAL: 2461.39

09/30/02 Photocopies	228.75
09/30/02 Telephone	92.82
09/30/02 Federal Express	68.41

W.R. Grace & Company
Client No. 734680
Invoice No. *****

October 16, 2002
Page 9

09/30/02 Messenger - In House

75.00

W.R. GRACE & COMPANY
Client No. 734680
INVOICE NO. 17386

October 11, 2002
Page 13

Total Costs

2,926.37

Total Due this Matter

39,372.87

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W.R. GRACE & COMPANY
Client No. 734680

October 11, 2002
Page 14

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:)	
)	Chapter 11
)	
W. R. GRACE & CO. et al. ¹)	Case No. 01-01139 (JKF)
)	(Jointly Administered)
Debtors.)	

VERIFICATION

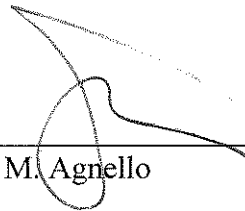
JOHN M. AGNELLO, after being duly sworn according to law, deposes and says:

1. I am a partner with the applicant firm, Carella, Byrne, Bain, Gilfillan, Cecchi, Stewart & Olstein and I am a member in good standing of the bars of the State of New Jersey, the United States District Court for the District of New Jersey, the United States Court of Appeals for the Third Circuit, the State of New York, the United States District Courts for the Southern and Eastern Districts of New York and the Supreme Court of the United States.

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co. -Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (Ma Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G_ C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Curving, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

2. I have personally performed certain of, and overseen the legal services rendered by Carella, Byrne, Bain, Gilfillan, Cecchi, Stewart & Olstein as special litigation and environmental counsel to the Debtors and am thoroughly familiar with all other work performed on behalf of the Debtors by the lawyers and other persons in the firm.

3. The facts set forth in the foregoing Application are true and correct to the best of my knowledge, information and belief.



John M. Agnello

In the State of New Jersey

SWORN TO AND SUBSCRIBED
before me this 16th day of October, 2002



Notary Public

My Commission Expires:

LOIS ISAACSON
A Notary Public of New Jersey
My Commission Expires 6/19/06